

EUROPEAN FOUNDATION FOR QUALITY IN E-LEARNING AND EUROPEAN FEDERATION FOR QUALITY IN E-LEARNING

REGULATIONS

The present document integrates the Statutes of European Foundation for Quality in eLearning and of the of European Federation for Quality in eLearning and specifies the ways of working of the Foundation and of the Federation, as well as the relations among the two institutions. It is inspired by the principles of transparency, inclusiveness, participation, orientation to innovation, mutual recognition of contributions between the two entities and their members.

PART 1. INSTITUTIONAL PRINCIPLES

Art. 1. Foundation and Federation roles and specificities.

Under the denomination “European Foundation for Quality in eLearning” (from now on called EFQUEL) stands an organisation practically composed by the two different entities: the European Federation for Quality in eLearning and European Foundation for Quality in eLearning. These two entities, that have been created in order to provide EFQUEL with the solidity and credibility of a Foundation together with the flexibility and the associative nature of a Federation, share the same mission.

The Federation is in charge of the management of all the EFQUEL activities and of the management of the EFQUEL membership, while the Foundation functions as an institution to interact with potential donors and international organisations and to manage the assets received.

In any public communication and promotion circumstance, the only denomination that will be used to designate the aggregation of the two entities described above will be EFQUEL, European Foundation for Quality in e-Learning.

PART 2. EUROPEAN FEDERATION FOR QUALITY IN E-LEARNING

Art. 2. Board of Directors, President, Executive Secretary

According to the Statute, the Board is responsible to perform all deeds that are necessary or useful to attain the Federation's objects. More specifically, the Board will:

1. Accept/reject potential Members of the Federation
2. Decide on all strategy, networking, partnership and promotional issues
3. Decide on the creation, closing and support of Special Interest Groups and Working Groups, as specified in Art. 7
4. Decide on the participation of EFQUEL in any project or initiative having contractual and/or financial implication or affecting the image of EFQUEL
5. Decide on the creation, closing and support of EFQUEL National Constituencies, as specified in Art. 8
6. Decide on IPR issues, when those are not covered by the present Regulations, and of the use of EFQUEL logo and outcomes
7. Accept/ reject the yearly accounts as presented by the Executive Secretary and present them for approval to the General Assembly of the European Federation for Quality in eLearning
8. Propose to the General Assembly of European Federation for Quality in eLearning amendments to the Statute of the Federation and of the Foundation, including the objects of the Foundation, in line with the quorum and majority specified in the Statute
9. Be responsible for and attribute the necessary powers to manage the finances and the resources of the Federation

The members of the Board of the European Federation for Quality in eLearning are automatically appointed as members of the Board of the European Foundation for Quality in eLearning and respond to the General Assembly of the Federation.

The President of the Federation is also President of the Foundation and has the power to legally represent and be mandatory of both entities in judgements and official acts. In all other circumstances (conferences, unofficial acts, project activities, press conferences, etc.) every Member of the Board of the Foundation has the faculty to represent the Foundation and the Federation.

The EFQUEL Executive Secretary

According to the Statute, the Board might appoint an Executive Secretary, responsible to perform the daily management, coordination and promotion activities of EFQUEL. More specifically, the Executive Secretary will:

1. Conduct daily management activities of EFQUEL
2. Coordinate the daily networking among the EFQUEL members
3. Coordinate the EFQUEL promotional activities
4. Document all EFQUEL activities
5. Coordinate the different EFQUEL national offices
6. Collect and propose to the Board the applications for new Members, follow up of the Board decision

7. Collect proposals and forward to the Board the creation and closing of Special Interest Groups and Working Groups, follow up of the Board decisions
8. Collect proposals and forward to the Board invitation to join EU projects and/or any other initiative, follow up of the Board decision
9. Collect and propose to the Board the creation and closing of EFQUEL National Constituencies, and coordinate the different EFQUEL national offices, follow up of the Board decision
10. Prepare the yearly accounts of the EFQUEL in collaboration with the Treasurer and submit them to the Board
11. Collect and propose to the Board relevant IPR issues, when those are not covered by the present Regulations, follow up of the Board decision

Art. 3. Voting rules and procedures

The Federation Board of Directors will operate by searching consensus amongst its Members. Voting rights are set by the Statute, as well as conditions for the validity of the Meetings and qualified majorities.

The Board will normally gather every two months through presencial meetings, audio or video-conference to approve or reject new membership applications, SIGs and Working Groups proposals and any other urgent issue brought to their attention by the President, the Executive Secretary or any of the Board Members. At least two of the Board meetings must be presencial. The Agenda of each Board meeting will clearly contain the items for a) decision, b) discussion and c) consideration. In case a Board member cannot attend a Board meeting, on the first group of items he can give a specific proxi to another Board member, on the second and third group the absent Board member can be represented by an observer from his/her organisation.

When a proposal for a decision is submitted to the Board by any member of the Board or by the Secretary General, if in two weeks the proposal is not rejected, it has to be considered accepted. In case the proponent is explicitly asking for a vote on the proposed issue or any member of the Board asks for a vote when the proposal is received, the proposal will be voted are set by the Statute.

Art. 4. Members, voting rules and procedures, colleges

Every Member of the Federation has the right to one vote. In order to guarantee an effective coordination and communication among the Members of similar nature, five "Colleges of Members" are instituted:

1. European Networks.
2. eLearning Industry
3. Academia and Research
4. eLearning User Organisations
5. Education and Training Institutions

Each of these Colleges has the right to nominate a maximum number of candidates to the Board, as follows:

1. European Networks	7
2. eLearning Industry	2
3. Academia and Research	2
4. eLearning User Organisations	2
5. Education and Training Institutions	2

The General Assembly will anyhow have the right to appoint candidates who were not “nominated” by the Colleges.

Art. 5. Admission of new Members, Recession of Members

All physical or moral entities wishing to become a Member of the Federation may request to be incorporated by writing to the Executive Secretary. The board of directors shall examine the application at its next meeting and shall rule on the basis of a simple majority. Its decision shall not be appealed against and does not need to be substantiated. The candidate shall be informed of the decision. Candidates who are not accepted may only reapply after a period of one year following the decision of the board of directors.

Any member is free to withdraw from the Federation at any time after fulfilling all obligations to the Federation by sending a registered letter of resignation to the President of the board of directors at the Federation’s registered office. Unless differently decided by the Board, the withdrawal shall take effect at the end of the financial year in which the notice of withdrawal is received by the Board.

The Board of Directors may suspend members who are guilty of a serious infringement of the articles of association and laws of honour and propriety pending a decision by the general meeting. The Federation General Assembly (consisting of half of the actual members) shall decide on the basis of a two thirds majority of the votes of present or represented actual members to exclude the proposed member. Prior to this decision, the general meeting shall hear the defence of the party in question or his representative.

Art. 6. Special Partnership Agreements

In case an institution shows interest in becoming a partner of EFQUEL on a stable basis but cannot join the Federation as a Member (this might be the case for international organisations like UNESCO or the European Commission), the Board might decide to sign a Special Partnership Agreement (SPA) with this institution. Each request of this kind will be dealt by the Board on a case-by-case basis.

Art. 7. Associated Members

The members of a network that is a member of EFQUEL are associated members. They have no voting rights and they have not the right to use the EFQUEL logo.

Art. 8. Special Interest Groups and Working Groups

EFQUEL organises its main technical and scientific activities through Special Interest Groups (SIGs) and Working Groups (WGs). Every full member has the right to propose a SIG, that can be joined by full Members, associated Members and invited non-Members and is officially constituted for a period of one year. After this period, the SIG coordinator has to report in written to the Board about the main results achieved, and if the commitment is confirmed by at least three Members the SIG can prolong its activities for another year.

If the SIG is proposing a medium term action plan that is approved by the Board, it may become an official Working Group and seek financial support through the Foundation. SIGs and Working Groups may substitute their coordinator, their action plan and their composition by notifying the Board. If no objections is raised within two months from notification, the modifications are to be considered as approved by the Board and fully operational.

A SIG can cease its activity by simple notification to the Board; a Working Group will have to explain the reasons to propose to cease activity, the Board will consider these reasons and either accept the proposal or propose a different solution within two months for the receipt of the proposal to cease from the Working Group Coordinator.

Art. 9. National Constituencies

The organisation of National Constituencies of EFQUEL, as informal groupings of Full Members, Associated Members and invited non-Members willing to contribute to the aims of EFQUEL by the organisation of complementary activities to those directly run at the European and inter-national levels, is encouraged by EFQUEL.

One of the aims of the National Constituencies is to create synergy between existing or new national initiatives in the field of eLearning quality and the activities promoted and conducted by EFQUEL. A National Constituency may propose the activation of an EFQUEL Contact Point in its country; in this case the EFQUEL Board will have to accept or refuse the proposal within a delay of two months. Once accepted, the Contact Point of the National Constituency, which may be attributed a specific role/task within the organisation of the EFQUEL activities, will be quoted in all printed materials to present EFQUEL and in the Web Site.

Art. 10. IPR Management and business agreement with Members

EFQUEL adopts a IPR Management policy inspired by the following principles:

- Recognition of contribution by any Full Member organisation and/or a specific individual expert.
- Valorisation of EFQUEL as a network creating synergy and adding value to individual contributions.
- Individual contributions “remunerated” by EFQUEL will anyhow maintain the authors’ moral rights, but will not generate economic rights to individual contributors.

- Individual contributions and organisational contributions from Full Members and other participants to SIGs and Working Groups which are not remunerated by EFQUEL will maintain both moral and economic right with the original contributors, although the Foundation will have the right to publish these contributions - by explicitly referring to their origin - in collective EFQUEL publications.
- More specific agreements and a code of practice will be adopted when at least three members of the Board propose it.
- Members may propose business agreement with EFQUEL in the area of EFQUEL competence, these proposals will be treated confidentially by the Board and if accepted will give origin to contractual arrangements, if refused will remain with the proponent Member.

Art. 11. Financial Resources Management

All financial resources of the European Federation for Quality in eLearning, deriving from donations, sponsorships, sale of services and publications, royalties, transfers from the European Foundation for Quality in eLearning and any other source will be managed by the Board according to the following principles:

- maximising the impact of any investment on the quality of eLearning;
- complementing – not duplicating – the intervention of other financial provisions (e.g. EU Programmes, other Foundations initiatives, etc.)
- guaranteeing an equilibrium between incomes and expenditures, without generating debts;
- *ceteris paribus*, giving priority to the initiatives of EFQUEL Members, particularly those articulated as action plans of Working Groups;
- guaranteeing full transparency on the use of resources and avoiding any conflict of interest with Member Organisations.

PART 3. EUROPEAN FOUNDATION FOR QUALITY IN E-LEARNING

Art. 12. Board of Directors, President, Vice presidents

The members of the Board of the European Foundation for Quality in eLearning are automatically appointed following the election of the Board of the European Federation for Quality in eLearning, the members of the two Boards coincide.

The President of the Foundation coincides with the President of the Federation, and has the power to legally represent both entities in judgements and official acts.

In all other circumstances (conferences, unofficial acts, project activities, press conferences, etc.) every member of the Board has the faculty to represent the Federation and the Foundation.